

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE: NINE WEST LBO SECURITIES
LITIGATION

No.1:20-MD-2941 (JSR)

Pertains to All Associated Actions

**JOINDER OF DEFENDANTS NICOLA GUARNA & ROBERT RODRIGUEZ TO
(A) THE FORMER DIRECTOR AND OFFICER DEFENDANTS' MOTION TO
DISMISS UNDER THE SECTION 546(e) SECURITIES SAFE HARBOR AND
(B) THE PUBLIC SHAREHOLDER DEFENDANTS' MOTION TO DISMISS UNDER
THE SAFE HARBOR OF 11 U.S.C. § 546(e)**

For the reasons set forth below, Defendants and former Jones Group shareholders Nicola Guarna (“Guarna”) and Robert Rodriguez (“Rodriguez”) join in full: (A) the Former Director and Officer Defendants’ Motion to Dismiss Under The Section 546(e) Securities Safe Harbor (ECF Doc. 93) including the memorandum of law in support thereof (ECF Doc. 94) (the “D&O Motion”), with the exception of part II of the argument in the D&O Motion, and (B) the Public Shareholder Defendants’ Motion to Dismiss Under The Safe Harbor of 11 U.S.C. § 546(e) (ECF Doc. 88), including the memorandum of law in support thereof (ECF Doc. 90) (the “Public Shareholders’ Motion”).¹

Plaintiffs allege that Guarna and Rodriguez received transfers in connection with their ownership of “Jones Group stock (including Common Shares, Restricted Shares, Share Equivalent Units, and accumulated unpaid dividends on Restricted Shares),” and that those transfers are avoidable as fraudulent conveyances. (Related Case No. 20-cv-4436 (JSR), ECF Doc. 1 at ¶ 36; Related Case No. 20-cv-4569 (JSR), ECF Doc. 1 at ¶ 40.) To the extent Guarna and Rodriguez were holders of Restricted Shares or Share Equivalent Units at the time of the April 2014 leveraged buyout, they join the D&O Motion, as described above, because the D&O Motion addresses payments made for Restricted Shares and Share Equivalent Units. To the extent Guarna and Rodriguez were also holders of Common Shares at the time of the April 2014 leveraged buyout, they join the Public Shareholders’ Motion, as described above, because the Public Shareholders’ Motion addresses payments made for Common Shares.

For the reasons set forth in the aforementioned motions, the action should be dismissed as to Guarna and Rodriguez.

¹ Plaintiffs do not allege claims for unjust enrichment against Guarna and Rodriguez, which is why Guarna and Rodriguez do not join part II of the argument in the D&O Motion.

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